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FENNEMORE CRAIG #3

AZ Corp. Commission



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AZ CORPORATION COMMISSION  
FILED.....

JUN 14 2012

FILE NO. 0746992-1

ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION OF  
EDU-PRIZE INC.  
(includes name change to STEP Up Schools, Inc.)

Pursuant to the provisions of A.R.S. § 10-11006, Edu-Prize Inc., an Arizona nonprofit corporation, hereby adopts the following Articles of Amendment:

FIRST: The name of the corporation is currently Edu-Prize Inc.

SECOND: The corporation's name shall be changed to STEP Up Schools, Inc.

THIRD: The amendment was adopted by the board of directors of the corporation on January 10, 2012 in the manner prescribed by the Arizona Nonprofit Corporation Law and there is no other group or person whose approval is required.

FOURTH: The delayed effective date of these amendments is 12:01 a.m. on July 1, 2012.

DATED: June 13, 2012.

Edu-Prize Inc.  
an Arizona nonprofit corporation

By: Joyce Fox  
Print Name: Joyce Fox  
Title: President and Director